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Attorneys for Defendants

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

In re GROUPON MARKETING AND
SALES PRACTICES LITIGATION

Case No. 3:11-md-02238-DMS-RBB

**DECLARATION OF SHIRLI FABBRI
WEISS IN SUPPORT OF JOINT
RESPONSE TO OBJECTIONS TO CLASS
ACTION SETTLEMENT**

Date: September 7, 2012
Time: 1:30 p.m.
Judge: Hon. Dana M. Sabraw
Courtroom: 10

1 I, Shirli Fabbri Weiss, declare:

2 1. I am an attorney licensed to practice law in California and admitted to practice
3 before this Honorable Court, and am a partner in the law firm of DLA Piper LLP (US), attorneys
4 of record for Defendants in the above-captioned action. I have personal knowledge of the matters
5 set forth in this Declaration, or, to the extent the statements are based on the records in this action,
6 I rely on those records. To the extent statements describe Groupon's business, the matters are
7 based on publicly-disclosed statements of Groupon.

8 2. Objectors have compared this action to *In re Aqua Dots Prod. Liab. Litig.*, 654
9 F.3d 748 (7th Cir. 2011) ("*Aqua Dots*") arguing that the settlement grants to class members, relief
10 that they had anyway by virtue of the "Groupon Promise." The situations are not comparable,
11 however. In *Aqua Dots* the defendant had instituted a recall program for a defective product prior
12 to the lawsuit. In this case in contrast, Groupon denies any liability and maintains that Groupon
13 purchasers suffered no injury and lack standing to pursue litigation, much less have any
14 entitlement to refunds, damages, or relief of any kind. As shown in the declaration of Joe
15 Harrow, the Groupon Promise is intended as a satisfaction guarantee regarding the purchase of
16 the merchant partner's goods or services, not a right to a cash refund that the purchaser can elect
17 at will or because he has allowed a promotional value date to pass regarding the Groupon
18 Voucher he purchased.

19 3. By requiring Groupon to provide a refund to Class Members where a Merchant
20 Partner has gone out of business or refuses to honor a Settlement Voucher, the Settlement entitles
21 Class Members to a cash refund in circumstances where they previously had, at most, merely a
22 dispute or a claim in a merchant partner's bankruptcy.

23 4. Class Counsel and counsel for Defendants worked diligently to design an efficient,
24 streamlined and effective Claims process, and retained a highly-experienced claims administrator,
25 Rust Consulting, to administer the claims in the Settlement.

26 5. Similarly, the injunctive relief provided in the Settlement provides benefits that
27 were not in place before this lawsuit was brought, including clarification of the expiration dates of
28 the Purchase Value versus the separate Promotional Value; a prohibition against any expiration of

1 the Purchase Price Value of Vouchers issued for a period of three years; and limitations on the
2 number of Vouchers issued annually with an expiration date of less than 30 days applicable to
3 Promotional Value outside of specific identified exceptions.

4 I declare under penalty of perjury that the foregoing is true and correct. Executed this
5 24th day of August, 2012, in San Diego, California.

6 s/ Shirli Fabbri Weiss
7 SHIRLI FABBRI WEISS
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CERTIFICATE OF SERVICE

I hereby certify that on August 24, 2012, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I caused to be mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on August 24, 2012.

s/ John J. Stoia, Jr.
JOHN J. STOIA, JR.

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